DETAILED ACTION

1.   This communication is in response to amendment filed October 27, 2009.

EXAMINER'S AMENDMENT

An examiner's amendment to the record appears below. Should the changes

and/or additions be unacceptable to applicant, an amendment may be filed as provided

by 37 CFR 1.312. To ensure consideration of such an amendment, it MUST be

submitted no later than the payment of the issue fee.

Authorization for this examiner's amendment was given in a telephone interview

with Daniel D. Sierchio on January 11, 2010.

The application has been amended as follows:

<u>In the Claims</u>

_1. A method implemented by a programmed computer for transfer of employee stock

options, the method comprising:

providing, using the programmed computer, ~~to automatically provide~~ a plurality of

option value prices;

facilitating, using the programmed computer, ~~to automatically facilitate~~ transfer of

ownership of an employee stock option from an employee holding the employee stock

option to an issuer of the employee stock option without exercising the employee stock

option;

determining, using the programmed computer, ~~to automatically determine~~ a stock

trading price corresponding to a particular one of the plurality of option value prices;

providing, using the programmed computer, ~~to automatically provide~~ a value to

the employee corresponding to the particular one of the plurality of option value prices

in exchange for the transfer of ownership of the employee stock option from the

employee;

amending, using the programmed computer, ~~to automatically amend~~ the

employee stock option without exercising the employee stock option ~~to allow for transfer~~

~~of the employee stock option to a third party~~;

transferring, using the programmed computer, ~~to automatically transfer~~ the

amended stock option to the third party without exercising the amended stock option;

and

receiving, using the programmed computer, ~~to automatically receive~~ a value from

the third party corresponding to the amended stock option in exchange for transferring

the amended stock option to the third party.

2. A method according to claim 1, wherein providing a plurality of option value

prices uses an option pricing formula.

3. A method according to claim 2, wherein the option pricing formula is selected

from the group consisting of Black-Scholes, binomial and trinomial methods.

4. A method according to claim 1, wherein providing a plurality of option value prices provides the plurality of prices in an option-price grid.

5. A method according to claim 1, wherein determining a stock trading price further comprises determining an average stock trading price over a predetermined period of time.

6. A method according to claim 1, wherein providing a value further comprises:

providing a first value to an employee; and

providing a second value to the employee, wherein the first and second values are provided at different times.

7. A method according to claim 6, further comprising:

determining an investment value corresponding to the second value; and

providing the investment value to the employee with the second value.

8. A method according to claim 1, wherein amending the employee stock option comprises:

amending the maturity;

amending the number of shares per option;

amending the dilution protection; or

amending the dividend protection.

9. A method according to claim 1, further comprising registering an offering of securities underlying the employee stock option.

10. A method according to claim 1, further comprising issuing the employee stock option.

11. A method according to claim 1, further comprising hedging the amended stock option.

12. A method according to claim 11, wherein hedging the amended stock option includes short selling of securities and/or futures contacts.

13. A method according to claim 11, wherein hedging the amended stock option includes buying and selling securities that underlie the amended stock option.

14. A method according to claim 11, wherein hedging the employee stock option includes buying and selling of securities that underlie the employee stock option to rebalance the hedge position.

15. A method according to claim 1, wherein an issuer of the employee stock option receives the employee stock option and provides the value.

16. A method according to claim 1, wherein an issuer of the employee stock option amends the employee stock option, transfers the amended stock option and receives the value.

17. A method implemented by a programmed computer for transfer of employee stock options, the method comprising:

providing, using the programmed computer and an option pricing formula, ~~to automatically provide~~ a plurality of option value prices arranged in an option-price grid;

facilitating, using the programmed computer, ~~to automatically facilitate~~ transfer of ownership of an employee stock option from an employee holding the employee stock option to an issuer of the employee stock option without exercise of the employee stock option;

determining, using the programmed computer, ~~to automatically determine~~ an average stock trading price over a predetermined period of time, the average stock trading price corresponding to a particular one of the plurality of option value prices;

in exchange for the transfer of ownership of the employee stock option, providing, using the programmed computer, ~~to automatically provide~~ a first value, a second value and an investment value to the employee, the first and second values corresponding to the particular one of the plurality of option value prices, the first value provided to the employee at a first time, the second value and the investment value provided to the employee at a second time;

amending, using the programmed computer, ~~to automatically amend~~ the employee stock option to modify:

        terms of the maturity;

        terms of the number of shares per option;

        terms of the dilution protection; or

terms of the dividend protection;

transferring, using the programmed computer, ~~to automatically transfer~~ the amended stock option to a third party without exercising the amended stock option; and

receiving, using the programmed computer, ~~to automatically receive~~ a value from the third party in exchange for transfer of the amended stock option.

18. Cancelled.

19. Cancelled.

20. Cancelled.

21. A computer-readable medium having computer executable software code stored thereon, the code for transfer of employee stock options, the code comprising:

code to automatically provide a plurality of option value prices;

code to automatically facilitate transfer of ownership of an employee stock option from an employee holding the employee stock option without exercising the employee stock option;

code to automatically determine a stock trading price corresponding to a particular one of the plurality of option value prices;

code to automatically provide a value to the employee corresponding to the particular one of the plurality of option value prices in exchange for the transfer of ownership of the employee stock option from the employee;

code to automatically amend the employee stock option;

code to automatically transfer the amended stock option to a third party; and

code to automatically receive a value from the third party corresponding to the amended stock option in exchange for transferring the amended stock option to the third party.

22. A programmed computer for transfer of employee stock options, comprising:

a memory having at least one region for storing computer executable program code; and

a processor for executing the program code stored in the memory, wherein the program code comprises:

code to automatically provide a plurality of option value prices;

code to automatically facilitate transfer of ownership of an employee stock option from an employee holding the employee stock option without exercising the employee stock option;

code to automatically determine a stock trading price corresponding to a particular one of the plurality of option value prices;

code to automatically provide a value corresponding to the particular one of the plurality of option value prices in exchange for the transfer of ownership of the employee stock option from the employee;

code to automatically amend the employee stock option;

code to transfer the amended stock option to a third party; and

code to automatically receive a value from the third party corresponding to the amended stock option in exchange for transferring the amended stock option to the third party.

23. (Cancelled).

24. A computer-readable medium having computer executable software code stored thereon, the code for transfer of employee stock options, the code comprising:

code to automatically provide a plurality of option value prices arranged in an option-price grid using an option pricing formula;

code to automatically facilitate transfer of ownership of an employee stock option without exercise of the employee stock option;

code to automatically determine an average stock trading price over a predetermined period of time, the average stock trading price corresponding to a particular one of the plurality of option value prices;

code to automatically provide a first value, a second value and an investment value to the employee in exchange for the transfer of ownership of the employee stock option, the first and second values corresponding to the particular one of the plurality of option value prices, the first value provided to the employee at a first time, the second value and the investment value provided to the employee at a second time;

code to automatically amend the employee stock option, without exercise, to modify:

terms of the maturity;

terms of the number of shares per option;

terms of the dilution protection; or

terms of the dividend protection;

code to automatically transfer the amended stock option to a third party without exercising the amended stock option; and

code to automatically receive a value from the third party in exchange for transfer of the amended stock option to the third party.

25. A programmed computer for transfer of employee stock options, comprising:

a memory having at least one region for storing computer executable program code; and

a processor for executing the program code stored in the memory, wherein the program code comprises:

code to automatically provide a plurality of option value prices arranged in an option-price grid using an option pricing formula;

code to automatically facilitate transfer of ownership of an employee stock option from an employee holding the employee stock option without exercise of the employee stock option;

code to automatically determine an average stock trading price over a predetermined period of time, the average stock trading price corresponding to a particular one of the plurality of option value prices;

code to automatically provide a first value, a second value and an investment value to the employee in exchange for the transfer of ownership of the employee stock option, the first and second values corresponding to the particular one of the plurality of option value prices, the first value provided to the employee at a first time, the second value and the investment value provided to the employee at a second time;

code to automatically amend the employee stock option, without exercise, to modify:

>> terms of the maturity;

>> terms of the number of shares per option;

>> terms of the dilution protection; or

>> terms of the dividend protection;

code to automatically transfer the amended stock option to a third party without exercising the amended stock option; and

code to automatically receive a value from the third party in exchange for transfer of the amended stock option to the third party.

Allowable Subject Matter

Claims 1-19, 21-22 and 24-25 are allowed.

The following is a statement of reasons for the indication of allowable subject matter:

The invention is centered around accessing a listing of a plurality of profiles of life insurance policies. A profile is selected from the listing, and the trading status of the profile can be viewed. A buy command or sell command is submitted to an exchange system to trade the life insurance policy that is associated with the selected profile.

The closest prior art of record is US Pub No. 2004/0199449 A1 to Rudkin.

Rudkin discloses features that differentiate ESOs from exchange-traded options (ETOs), including transferability and vesting restrictions, forfeiture, blackout dates and non-traditional features. Non-traditional features include performance vesting, "indexed" options (option's strike price is tied to an index) and "repriceable" options (option's strike price may be reset if the option becomes too far "under water").

The instant application is distinguished from the prior art. Rudkin does not teach "facilitating transfer of ownership of an employee stock option from an employee holding the employee stock option to an issuer of the employee stock option without exercising the employee stock opton; and automatically amending the employee stock option without exercising the employee stock option to allow for transfer of the employee stock option to a third party. as called for in independent claims 1, 17, 21-22 and 24-25. Moreover, the missing claimed element from Rudkin is not found in a reasonable number of reference(s).

Dependent claims are allowed for the same reasons as respective independent claims.

Any comments considered necessary by applicant must be submitted no later than the payment of the issue fee and, to avoid processing delays, should preferably accompany the issue fee. Such submissions should be clearly labeled "Comments on Statement of Reasons for Allowance."

Conclusion

Any inquiry concerning this communication or earlier communications from the examiner should be directed to KEVIN POE whose telephone number is (571)272-9789. The examiner can normally be reached on Monday through Friday 9:30am - 6:00pm.

   If attempts to reach the examiner by telephone are unsuccessful, the examiner's

supervisor, JAMES KRAMER can be reached on 571-272-6783. The fax phone

number for the organization where this application or proceeding is assigned is 571-

273-8300.

   Information regarding the status of an application may be obtained from the

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